

Exhibit 11

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN JOSE DIVISION
4
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6 IN RE: HIGH-TECH EMPLOYEE)
7 ANTITRUST LITIGATION)
8) No. 11-CV-2509-LHK
9 THIS DOCUMENT RELATES TO:)
10 ALL ACTIONS.)
11 _____)
12
13

14 ATTORNEYS' EYES ONLY
15 VIDEO DEPOSITION OF DIGBY HORNER
16 March 1, 2013
17
18

19 REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR
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02:48:21 1 MR. KIERNAN: Foundation. Time period. And to
02:48:26 2 the extent it calls for speculation.

02:48:29 3 THE WITNESS: Well, I think every company sort
02:48:32 4 of has key talent that, you know, that they care deeply
02:48:38 5 about. And -- and like any other company we have a
02:48:41 6 bunch of those folks.

02:48:44 7 MS. SCHALMAN-BERGEN: Q. What role --
02:48:48 8 strike that.

02:48:50 9 What steps does Adobe take to assure that it
02:48:55 10 doesn't lose key talent?

02:48:57 11 A. And I think -- can think about this primarily
02:49:07 12 in the context of my own organization. You know, I
02:49:09 13 think what's the most important thing is that you're
02:49:11 14 attentive to your key talent, all your talent really, if
02:49:17 15 you can do it, but especially your key talent. I think
02:49:21 16 matching that talent with projects that are challenging
02:49:23 17 and for which they're passionate about is critically
02:49:28 18 important.

02:49:28 19 And I think the other thing that's important
02:49:30 20 there is really sort of creating the right team dynamic
02:49:34 21 so that some of those real rock stars are not bogged
02:49:38 22 down doing work that's, you know, not what you're paying
02:49:40 23 them to do. That you got the right mix of skill sets
02:49:45 24 and -- so I think those are all the things that I think
02:49:48 25 about when I think about taking care of that kind of key

02:49:50 1 talent and making sure that they can really have the
02:49:52 2 impact that -- that they should.

02:49:54 3 Q. Is compensation -- or strike that.

02:49:59 4 Is providing compensation that's competitive
02:50:02 5 with other similar companies something that's important
02:50:05 6 for Adobe to do to maintain its key talent?

02:50:09 7 A. Well, we employ a pay for performance sort of
02:50:14 8 philosophy. And, you know, I believe the HR and
02:50:18 9 compensation group do spend a, you know, a lot of time
02:50:20 10 trying to understand what other companies are paying for
02:50:27 11 particular jobs. So I think the answer to that question
02:50:31 12 is that as a company, yes. We do care about that.

02:50:37 13 (Whereupon, Exhibit 1250 was marked for
02:50:37 14 identification.)

02:51:11 15 MS. SCHALMAN-BERGEN: Q. Mr. Horner, I've
02:51:12 16 handed you a document marked Plaintiffs' Exhibit 1250.

02:51:17 17 For the record, not for you, this is a document
02:51:20 18 Bates stamped ADOBE 011976 to 978.

02:51:27 19 Mr. Horner, why don't you read through that
02:51:32 20 document and let me know when you're ready.

02:52:15 21 A. Okay.

02:52:19 22 Q. Mr. Horner, do you recognize this document?

02:52:21 23 A. Yes. I do remember it.

02:52:24 24 Q. What is it?

02:52:26 25 A. So this is an interchange that I had with one

02:52:29 1 of my direct reports regarding an employee that he
02:52:33 2 wanted to have me consider making a mid cycle salary
02:52:38 3 adjustment for.
02:52:41 4 Q. Why did he want you to make a salary adjustment
02:52:44 5 for this individual?
02:52:45 6 A. I think he felt he was a flight risk. And a
02:52:48 7 key performer that we should make every effort to not
02:52:56 8 lose.
02:52:59 9 Q. And let's back up.
02:53:00 10 Do you recognize this document to be a series
02:53:02 11 of email chains?
02:53:07 12 MR. KIERNAN: One email chain?
02:53:09 13 MS. SCHALMAN-BERGEN: One email chain. A
02:53:10 14 series of emails in a chain.
02:53:16 15 MR. KIERNAN: Just didn't want to suggest that
02:53:17 16 there were like.
02:53:18 17 THE WITNESS: Yes.
02:53:18 18 MS. SCHALMAN-BERGEN: It's good.
02:53:18 19 THE WITNESS: Yes. It -- it looks like it's
02:53:19 20 a -- what we would characterize as an email thread.
02:53:25 21 MS. SCHALMAN-BERGEN: Q. And the top of
02:53:26 22 the email thread there is an email from you to John
02:53:29 23 Farmer. Do you see that?
02:53:31 24 A. Yes.
02:53:31 25 Q. It's dated October 25th, 2010. Do you see

02:53:36 1 that?

02:53:37 2 A. Yes. Yes.

02:53:38 3 Q. And do you receive email generally in the

02:53:40 4 ordinary course of your business?

02:53:44 5 A. I'm sorry, do I receive email --

02:53:46 6 Q. Yeah.

02:53:46 7 A. -- in the ordinary course of my business?

02:53:48 8 Q. Yep.

02:53:48 9 A. I sure do.

02:53:49 10 Q. Good.

02:53:49 11 A. Unfortunately a whole lot of it.

02:53:51 12 Q. Too much probably, right?

02:53:52 13 A. Yes.

02:53:54 14 Q. Okay. And you also send email in the ordinary

02:53:57 15 course of your business, correct?

02:53:58 16 A. Yes. I do.

02:54:02 17 Q. And did you send this email? The top one?

02:54:05 18 A. Yes, I did.

02:54:06 19 Q. What's your email address at Apple?

02:54:09 20 MR. KIERNAN: At Adobe?

02:54:09 21 MS. SCHALMAN-BERGEN: Adobe. Excuse me.

02:54:11 22 THE WITNESS: Yeah. It's Horner,

02:54:12 23 H-O-R-N-E-R, @adobe.com.

02:54:16 24 MS. SCHALMAN-BERGEN: Q. And is that the

02:54:17 25 email address that you've had since you began at

02:54:21 1 Adobe or since you had an email address at Adobe?

02:54:23 2 A. Yes, it is.

02:54:35 3 Q. If you turn the page, you see an email from

02:54:42 4 John Farmer to Jocelyn Vosburgh and Rick -- Rick Waters

02:54:48 5 dated October 25th, 2010. Do you see that?

02:54:50 6 A. Yes, I do.

02:54:51 7 Q. Who is John Farmer?

02:54:53 8 A. So John Farmer was a direct report for me

02:54:56 9 during this time period. He was an engineering manager

02:54:59 10 responsible for one of my core technology groups.

02:55:05 11 Q. And who are -- who is Jocelyn Vosburgh?

02:55:13 12 A. So Jocelyn is an assistant to my HR business

02:55:17 13 partner.

02:55:17 14 Q. Who is Rick Waters?

02:55:19 15 A. Rick Waters, I believe, was a member of John's

02:55:25 16 team, but I'm not certain.

02:55:27 17 Q. If you look at the email John writes to

02:55:29 18 Jocelyn, and he says in the second sentence, "I asked

02:55:33 19 Rick to put together a write-up because I think we're at

02:55:36 20 serious risk of losing [REDACTED] Do you see that?

02:55:41 21 A. Yes.

02:55:41 22 Q. Then he says -- let me start at the beginning.

02:55:43 23 [REDACTED] is a star performer for our

02:55:45 24 team (see Rick's write-up below). I asked Rick to put

02:55:48 25 together a write-up because I think we're at serious

02:55:51 1 risk of losing [REDACTED] During my skip-level one to one
02:55:55 2 with [REDACTED] last week, he had made an off-hand remark
02:55:58 3 about compensation relative to his performance. Digging
02:56:01 4 further, I discovered that he has already interviewed
02:56:03 5 with a four cloud-computing firms (twitter, facebook,
02:56:07 6 amazon, and netflix)." Do you see that?

02:56:09 7 A. Yes.

02:56:09 8 Q. Then he goes down, the next sentence says (as
02:56:11 9 read), "Worse, he has college friends that work at these
02:56:13 10 companies and now knows that they're making
02:56:15 11 approximately \$15,000 more per year than he is." Do you
02:56:20 12 see that?

02:56:20 13 A. Yes.

02:56:23 14 Q. When you described this email as -- when you
02:56:27 15 used the word flight risk earlier in connection with
02:56:29 16 this email, were you talking about the fact that [REDACTED]
02:56:33 17 had interviewed with other firms?

02:56:36 18 A. Yes.

02:56:40 19 Q. And were you concerned that [REDACTED] might leave?

02:56:44 20 A. Well, John certainly was concerned that [REDACTED]
02:56:47 21 might leave. And, you know, I -- I receive a relatively
02:56:54 22 small number of these kinds of requests annually. I
02:56:59 23 mean, the very fact that this has to be reviewed and
02:57:01 24 approved by me is kind of an indicator with an
02:57:04 25 organization of a thousand people that this sort of work

02:57:07 1 flow wouldn't scale if this was dozens of people.

02:57:11 2 But, you know, I trust -- I trusted John
02:57:15 3 implicitly here that this guy was a real rock star and
02:57:18 4 somebody that was on the critical path of some key work.
02:57:21 5 And he made a very strong case that we ought to reach
02:57:24 6 out and make an exception and try to do some sort of a
02:57:28 7 mid cycle correction here.

02:57:32 8 Q. Then John says, "Given that he's a star
02:57:34 9 performer, we're already loading him up with additional
02:57:37 10 responsibility, and he's interviewed with four other
02:57:39 11 companies already, we'd like to adjust his salary
02:57:43 12 immediately and give him a promotion as part of this
02:57:45 13 focal." Do you see that?

02:57:47 14 A. Yes, I do.

02:57:49 15 Q. So did you understand John to be trying -- did
02:57:54 16 you understand John to recommend that a salary increase
02:57:58 17 might lead [REDACTED] to stay?

02:58:00 18 MR. KIERNAN: Objection to the extent it leaves
02:58:04 19 out some of the other -- the rest of the sentence in the
02:58:07 20 document that was stated.

02:58:15 21 THE WITNESS: Well, I think John clearly was
02:58:18 22 concerned that he was going to leave. I think what's
02:58:20 23 not clear from the email is that the timing of our focal
02:58:23 24 process at Adobe is just sort of a few years -- or I'm
02:58:27 25 sorry, a few months further along here; we typically

02:58:30 1 start that up in the January time frame.

02:58:32 2 And I think what John was suggesting here is
02:58:35 3 that we sort of accelerate what we would have done
02:58:40 4 naturally for him in that focal cycle anyway, given the
02:58:45 5 additional responsibilities that he'd stepped up to, and
02:58:47 6 so given the salary adjustment now, make that promotion
02:58:51 7 in the focal time frame, January, February, but not give
02:58:54 8 him a big raise in that time frame. And that that would
02:58:59 9 be, you know, the best chance we had at maintaining --
02:59:03 10 keeping a star performer at the company.

02:59:09 11 MS. SCHALMAN-BERGEN: Q. Why do you think
02:59:10 12 it would concern John that [REDACTED] knew that he could
02:59:14 13 make approximately \$15,000 more per year than he was
02:59:18 14 at Adobe?

02:59:19 15 MR. KIERNAN: Calls for speculation.

02:59:20 16 THE WITNESS: Yeah. I mean, I think, you know,
02:59:22 17 at the end of the day, I believe that, you know, salary
02:59:27 18 is a motivator for every employee, but I don't, in my
02:59:32 19 own personal opinion and my experience, it's not the
02:59:35 20 primary motivator. I think the quality of the work, the
02:59:39 21 team dynamic, the transparent ethos that you described
02:59:42 22 earlier, whatever that is, all of those factors are
02:59:45 23 equally important and, in fact, in my opinion, probably
02:59:48 24 more important than salary.

02:59:51 25 But somebody who's relatively early in their

02:59:53 1 career, like this kid, you know, not out of college that
02:59:57 2 long, probably, you know, money means a lot more to them
03:00:00 3 at that point in their career. And so it is -- it is a
03:00:03 4 factor, always.

03:00:05 5 MS. SCHALMAN-BERGEN: Q. If you flip back
03:00:07 6 to the first page, there's an email from Jocelyn to
03:00:14 7 John dated Monday, October 25th at the bottom of the
03:00:17 8 first page. Do you see that?

03:00:19 9 A. Yes.

03:00:20 10 Q. And Jocelyn says, [REDACTED] information for
03:00:24 11 our discussion this afternoon." Do you see that?

03:00:26 12 A. Yes, I do.

03:00:28 13 Q. And then there are some numbers that include
03:00:32 14 information about his current pay and his current salary
03:00:35 15 range. Do you see that?

03:00:37 16 A. Yes, I do.

03:00:38 17 Q. And then below that there's a chart on the
03:00:40 18 second page, but on the first page it says peers,
03:00:44 19 semicolon. Do you see that?

03:00:46 20 A. Yes, I do.

03:00:47 21 Q. And is this chart a listing of individuals that
03:00:50 22 worked at Adobe that work can be -- would be considered
03:00:53 23 peers to [REDACTED]?

03:00:58 24 MR. KIERNAN: Objection to the extent it calls
03:00:59 25 for speculation.

03:01:01 1 THE WITNESS: Yeah. I -- what I would say here
03:01:04 2 is that we -- almost every time when I get one of these
03:01:10 3 kinds of requests, I do ask that the manager who's, you
03:01:15 4 know, the person who's sponsoring the request work with
03:01:20 5 HR to try to put together for me a list of comparable
03:01:24 6 employees.

03:01:25 7 Now, I think as I mentioned earlier in one of
03:01:28 8 our questions when we talked a little bit about Radford
03:01:31 9 ranges and things like that, you know, in any one of
03:01:33 10 these Radford ranges, like this is 5163, for example,
03:01:37 11 there is a dramatic diversity of different folks that
03:01:40 12 are in that.

03:01:41 13 I mean, in my own organization, we would have
03:01:44 14 5163s that would be, you know, product developers, core
03:01:48 15 technology developers, experienced designers,
03:01:51 16 localization engineers. You know, on and on. Build
03:01:55 17 release engineers.

03:01:56 18 And so what I -- so one of the challenges, of
03:01:59 19 course, is how do you home in on a list that really is
03:02:03 20 as -- you know, the right compares. And so that's what
03:02:06 21 they work with HR for. And part of the reason that I
03:02:09 22 want that is I want to sort of understand who the peers
03:02:14 23 of this employee would be. I want to understand what
03:02:16 24 his performance is relative to that peer community so
03:02:20 25 that I can really, in a data-driven fashion, decide is

03:02:23 1 this guy really a rock star and are we willing to make
03:02:27 2 an exception here because this is an infrequent
03:02:29 3 occurrence.

03:02:30 4 Q. And is some of the information in this chart
03:02:32 5 related to the compensation of his peers?

03:02:38 6 A. Well, I think that in this chart right here, I
03:02:41 7 don't see anything -- well, yeah. They do have the base
03:02:44 8 salaries in here. And so I think that the way you would
03:02:51 9 correlate this is that you would look at the salary
03:02:57 10 range that's characterized on page 1. [REDACTED]

03:03:02 11 [REDACTED] A rather large range.

03:03:06 12 And what you see on the second page is sort of
03:03:09 13 a subset of 5163s. Probably doesn't include
03:03:13 14 localization, engineers and some other categories that
03:03:16 15 aren't good compares and tries to give you a sense of
03:03:19 16 what the distribution of salaries is across those.

03:03:23 17 Q. What is the -- do you see the first column that
03:03:25 18 says comp ratio, I think?

03:03:27 19 A. Yeah. My understanding of comp ratio is where
03:03:33 20 are those folks in the range. So we -- when we bring
03:03:38 21 somebody in as a new hire, you know, we -- we -- we have
03:03:44 22 a particular target in that range that -- that we hire
03:03:48 23 sort of on average against, and Donna Morris would be
03:03:51 24 able to give you tons more detail than I can here, but
03:03:55 25 I'll try to give you the details as I understand them.

03:03:58 1

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED] ■

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

03:04:37 12

I know that's complicated, but....

03:04:40 13

Q. Is it fair to say that you want to consider how

03:04:44 14

[REDACTED] peers are being compensated to make sure

03:04:48 15

that the compensation he receives is fair in comparison

03:04:52 16

to them?

03:04:54 17

MR. KIERNAN: Argumentative.

03:04:55 18

THE WITNESS: Yeah. What I would -- what I

03:04:57 19

would say here is that, you know, the primary thing I

03:04:59 20

look at is -- so that -- that's a term that we use

03:05:03 21

internally, which is internal equity.

03:05:06 22

Q. Okay.

03:05:06 23

A. And, you know, at the end of the day, I -- we

03:05:08 24

do care about that. I mean, one of the things that I

03:05:11 25

would look at is, you know, is the -- is the proposal

03:05:15 1 that John's making something that's likely to put this
03:05:18 2 employee outside of the range. That would, of course,
03:05:20 3 be a concern for me.

03:05:22 4 But really, for me, it's less about the equity
03:05:27 5 with respect to these folks. You know, I don't want
03:05:31 6 them to be out of the range, but it's more about his
03:05:34 7 performance and being able to say, well, what has he
03:05:37 8 done in comparison to some of these other folks,
03:05:40 9 particularly the one on the list here who is a [REDACTED]

03:05:45 10 You know, explain to me what kinds of
03:05:46 11 contributions -- what I would ask Jocelyn is, is help me
03:05:48 12 understand the kinds of things that [REDACTED] has
03:05:51 13 done over the last couple of years and let me just make
03:05:55 14 sure I can calibrate those against the things John has
03:05:58 15 called out and just be confident from a data perspective
03:06:00 16 that we're making an as -- an appropriate exception
03:06:02 17 here.

03:06:03 18 Q. Thank you.

03:06:04 19 If you look at the email above the one we were
03:06:07 20 just looking at, there's an email from John Farmer to
03:06:10 21 you, and that's dated October 25th, 2010. Do you see
03:06:12 22 that?

03:06:13 23 A. Yes.

03:06:13 24 Q. Okay. And Rick Waters and Jocelyn Vosburgh are
03:06:18 25 copied on that. Do you see that?

03:06:20 1 A. Yes, I do.

03:06:21 2 Q. And John says, quote, "Apologies for the
03:06:25 3 exclamation point, but I wanted to make sure that this
03:06:26 4 stuck out given all the other emails that I've sent you
03:06:29 5 today." Do you see that?

03:06:31 6 A. Yes, I do.

03:06:31 7 Q. And I should note that on the importance level
03:06:32 8 it's marked high. Do you see that?

03:06:35 9 A. Yes, I do.

03:06:36 10 Q. Do you understand that to mean that John really
03:06:37 11 wanted to make sure you paid attention to that email?

03:06:40 12 A. Yes.

03:06:40 13 Q. John then says "Spoke with Jocelyn and Rick
03:06:44 14 today and we think it's a no-brainer to retain [REDACTED]
03:06:49 15 He's interviewed with four companies (twitter, facebook,
03:06:51 16 amazon, and netflix) so he's aware of his value in the
03:06:56 17 market." Do you see that?

03:06:57 18 A. Yes.

03:06:57 19 Q. Why do you think John thought it was important
03:07:02 20 to note that [REDACTED] was aware of his value in the market?

03:07:06 21 MR. KIERNAN: Foundation. Speculation.

03:07:08 22 THE WITNESS: Yeah. I -- that's hard for me to
03:07:10 23 answer. I -- I don't know.

03:07:16 24 MS. SCHALMAN-BERGEN: Q. Was it --

03:07:17 25 A. I don't --

04:47:29 1 call, solicit or hire?

04:47:30 2 MR. KIERNAN: Objection. Form.

04:47:31 3 THE WITNESS: I can only answer in the context
04:47:33 4 of my job and what I actually know. And that's --
04:47:35 5 that's the context within which I'm answering.

04:47:38 6 MS. SCHALMAN-BERGEN: Q. So is the answer
04:47:39 7 to my question, no, you don't have any basis?

04:47:41 8 A. Well, I think I do have a basis. I mean, I
04:47:43 9 manage roughly a thousand people at the company, so, you
04:47:45 10 know, I -- I think if -- I think it's -- I mean, it's
04:47:49 11 not a guarantee, but I think it's reasonable that if
04:47:52 12 there were other agreements, I might know about them.

04:47:56 13 Q. You think it's reasonable that if there were
04:47:58 14 agreements between other defendants you might know of
04:48:00 15 them?

04:48:01 16 A. Hard to say.

04:48:03 17 MS. SCHALMAN-BERGEN: Thank you.

04:48:06 18 THE VIDEOGRAPHER: This is the end of video
04:48:07 19 No. 6 and the conclusion of today's proceeding. The
04:48:11 20 time is 4:48 p.m.

04:48:12 21 We're off the record.

04:48:14 22 (The deposition concluded at 4:48 PM)

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04:48:15 24

04:48:15 25

1 I, Gina V. Carbone, Certified Shorthand
2 Reporter licensed in the State of California, License
3 No. 8249, hereby certify that the deponent was by me
4 first duly sworn and the foregoing testimony was
5 reported by me and was thereafter transcribed with
6 computer-aided transcription; that the foregoing is a
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of
13 the original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my
16 hand this day: March 13, 2013.

17 ___X___ Reading and Signing was requested.

18 _____ Reading and Signing was waived.

19 _____ Reading and signing was not requested.

20

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GINA V. CARBONE

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CSR 8249, CRR, CCRR

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Exhibit 12

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
_____)

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEO DEPOSITION OF TIM COOK

MARCH 21, 2013

Reported by: Rosalie A. Kramm, CSR No. 5469, CRR

16:08:30 1 that term?

16:08:32 2 A. Internal equity generally means like a sense of
16:08:38 3 fairness across the company -- the company or departments
16:08:45 4 or functions or whatever entity you're looking at.

16:08:49 5 Q. Would you agree with me that promoting internal
16:08:52 6 equity is one factor that Apple considers in determining
16:08:56 7 the compensation of its employees?

16:09:01 8 MR. RILEY: Object to the form.

16:09:03 9 THE WITNESS: When we think about comp --
16:09:05 10 Apple's built on a meritocracy. We pay for performance,
16:09:11 11 and so that's number one, you know, by a long shot.

16:09:21 12 Sure, internal equity is a -- is a factor.

16:09:27 13 MR. GLACKIN: No further questions.

16:09:30 14 MR. RILEY: This transcript will be marked
16:09:32 15 CONFIDENTIAL - ATTORNEYS' EYES ONLY pursuant to the
16:09:36 16 Protective Order.

16:09:37 17 THE VIDEOGRAPHER: This is the end of video 2
16:09:39 18 of 2 and concludes today's proceedings. The master
16:09:39 19 videos will be retained by Jordan Media. We are now off
16:09:43 20 the record, and the time is 4:09.

16:51:38 21 (The deposition ended at 4:09 p.m.)

16:51:38 22 * * *

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TIM COOK

16:41:10 1 I, Rosalie A. Kramm, Certified Shorthand
 16:41:10 2 Reporter licensed in the State of California, License No.
 16:41:10 3 5469, hereby certify that the deponent was by me first
 16:41:10 4 duly sworn and the foregoing testimony was reported by me
 16:41:10 5 and was thereafter transcribed with computer-aided
 16:41:10 6 transcription; that the foregoing is a full, complete,
 16:41:10 7 and true record of said proceedings.

16:41:10 8 I further certify that I am not of counsel or
 16:41:10 9 attorney for either of any of the parties in the
 16:41:10 10 foregoing proceeding and caption named or in any way
 16:41:10 11 interested in the outcome of the cause in said caption.

16:41:10 12 The dismantling, unsealing, or unbinding of the
 16:41:10 13 original transcript will render the reporter's
 16:41:10 14 certificates null and void.

16:41:10 15 In witness whereof, I have hereunto set my hand
 16:41:10 16 this day: March 30, 2013.

16:41:10 17 X Reading and Signing was requested.

16:41:10 18 Reading and Signing was waived.

16:41:10 19 Reading and signing was not requested.

16:41:10 20

16:41:10 21

16:41:10 22

 ROSALIE A. KRAMM

16:41:10 23

CSR 5469, RPR, CRR

16:41:10 24

25

In Re: High-Tech Employee Antitrust Litigation

United States District Court, Northern District of California – San Jose Division
Case No. 11-CV-2509-LHK

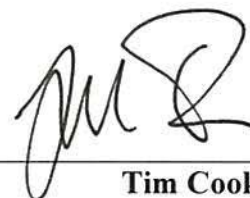
Deposition Errata Sheet

Tim Cook
March 21, 2013

Deposition Page #	Line #	Currently Reads	Change To Read As	Reason for Change
16	2-4	"...they placed their -- some -- what -- I believe, probably some of their best people on it."	"...they placed what I believe were probably some of their best people on it."	Transcription error, clarification
16	10	"BY MR. RILEY:"	"BY MR. GLACKIN:"	Transcription error
21	15	"BY MR. RILEY:"	"BY MR. GLACKIN:"	Transcription error
22	13-14	"...in the DOJ thing and talking to them..."	"...in the DOJ investigation and talking to the DOJ..."	Clarification
27	3	"...subsequent suit or in closure."	"...subsequent suit or enclosure."	Transcription error
33	16	"...an agreement with Intel..."	"...an agreement with Intel regarding the Intel processor..."	Clarification
35	23-25	"...the new products they were doing at this point in time at Intel, chips and that, and..."	"...the new products that we were doing at this point in time had Intel chips in them, and..."	Transcription error
36	5	"...to put their apps in Intel."	"...to port their apps to Intel."	Transcription error
39	18	"...that she was..."	"...I thought she was..."	Transcription error
41	18	"...to please look at certain employees..."	"...to please look at certain Intel employees..."	Clarification
43	20	"...so I wasn't aware."	"...because I wasn't aware."	Transcription error
43	24	"Does it ring a bell?"	"Doesn't ring a bell."	Transcription error
47	10	"...the Mac user profits."	"...the Mac area's profits."	Transcription error
47	11-12	"...and it is still afforded to us,"	"...and it is still important to us,"	Transcription error
55	20-21	"You are going to..."	"We're going to..."	Transcription error
59	6	"...about that disagreement?"	"...by that disagreement?"	Transcription error
64	16	"...in the URL with Safari..."	"...in the URL of Safari..."	Transcription error

65	9-11	"That's true about virtually all apps. There are many apps in the app store. You can get to information in a number of different ways."	"That's true about virtually all apps, or many apps in the app store. You can get to information in them in a number of different ways."	Transcription error
69	8	"...if someone come to me..."	"...has someone come to me..."	Transcription error
70	12	"...and of the discussion..."	"...and a part of the discussion..."	Transcription error
71	22	"...Harper Graphics,"	"...hardware graphics,"	Transcription error
72	11	"...of what was going on of the new products."	"...of what was going on or of the new products."	Transcription error
82	7	"between the company,"	"between the companies,"	Clarification
93	11	"and then unfortunately not being able to question on, is..."	"with unfortunately not being able to question one, is..."	Transcription error

Dated: May 13, 2013



Tim Cook

Name of case: *In re: High-Tech Employee Antitrust Litigation*
Case No. 11-CV-2509-LHK (N.D. Cal.)

Date of deposition: March 21, 2013

Name of witness: **Tim Cook**

DECLARATION UNDER PENALTY OF PERJURY

I hereby certify that I read the foregoing deposition, and that the transcription together with any corrections noted on the Deposition Errata Sheet hereof, with the understanding that I offer these changes as if still under oath, is a true and accurate record of my testimony given at the time and place noted.

Signed on the 13th day of May, 2013.



Tim Cook

Exhibit 13

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK

THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)

)
_____)

CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEO DEPOSITION OF BOB MANSFIELD

April 11, 2013

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

09:39:37 1 the early 2008 time frame. I joined -- I joined our
09:39:54 2 executive team after I took over the Macintosh
09:39:57 3 responsibility, but not as a full eteam member. That
09:40:02 4 happened in 2005. And I believe it was early 2008 when
09:40:06 5 I became a full eteam member and I became a section 16
09:40:11 6 officer after that. Shortly after that.

09:40:15 7 Q. Have you had responsibility for making
09:40:20 8 compensation decisions with respect to people that
09:40:23 9 reported to you within your organization during this
09:40:27 10 period of time you've been at Apple?

09:40:30 11 A. Yes. I'm responsible for administering our --
09:40:36 12 our compensation programs. We do -- we have a process
09:40:44 13 at Apple called a focal process, which is done once
09:40:49 14 yearly. Out of that process, we rank our employees,
09:40:58 15 assess their performance on their jobs, and figure out
09:41:06 16 when the comp -- when the next compensation cycle comes,
09:41:11 17 how we will apportion our base salaries, our bonuses,
09:41:16 18 our stock plans that we administer for those employees
09:41:20 19 against -- against that process we call focal.

09:41:25 20 Q. Thinking about that process, what information
09:41:28 21 do you get from the -- from the company? From the HR
09:41:33 22 department or the compensation department, either, you
09:41:35 23 know, in terms of manuals or systems that helps you
09:41:40 24 perform that function?

09:41:42 25 A. Well, there is several things that are

09:41:43 1 provided. Apple is a merit-based pay company, and so
09:41:54 2 there are definitions of -- well, I should call them
09:41:59 3 both definitions and guidelines for how we would assess
09:42:02 4 people's performance. The kinds of things that our
09:42:08 5 management team believes are important, sort of metrics
09:42:11 6 for performance. Amongst those are things like the
09:42:14 7 results that an individual achieves.

09:42:19 8 The -- certain kinds of things that are more
09:42:22 9 about how they achieve results. Things like their
09:42:25 10 teamwork, their ability to work with others. You know,
09:42:31 11 there is specialized expertise, getting their work done
09:42:39 12 on time. Things like this.

09:42:41 13 So there are some guidelines that are provided
09:42:43 14 by our HR group that sort of spell that out. When you
09:42:48 15 move -- so for -- that's what we use for the focal
09:42:52 16 process.

09:42:52 17 And then when we get into the compensation part
09:42:56 18 of the process, there are some things that come from our
09:43:03 19 HR group and our finance group that give us sort of
09:43:07 20 guidelines to work with.

09:43:12 21 For instance, what comes from our finance group
09:43:15 22 is a budget guideline. What comes from our HR group
09:43:18 23 is -- are some guidelines based on the levels of people.
09:43:23 24 Sort of ranges of salaries that they consider sort of
09:43:29 25 the appropriate ranges for those -- you know, for those

09:47:53 1 I do see data that shows -- that shows those
09:47:57 2 percentages.

09:48:07 3 Q. Does that take the form of some kind of report
09:48:10 4 that's run on the compensation or HR application --
09:48:17 5 electronic application that's provided to you or do you
09:48:19 6 get pieces of paper? I mean, how do you see that?

09:48:22 7 A. Well, let me first say I'm not very familiar
09:48:24 8 with Apple's HR systems.

09:48:27 9 Q. Right.

09:48:27 10 A. The things that I see mostly come to me in the
09:48:29 11 form of what looks like an Excel spreadsheet on a piece
09:48:33 12 of paper.

09:48:34 13 Q. Fair enough. And to the best of your
09:48:36 14 recollection, who prepares that? Is that someone in the
09:48:39 15 HR department?

09:48:41 16 A. Yes. I have a person who directly supports me
09:48:45 17 in my organization that I pretty much work with
09:48:49 18 exclusively in our HR group to get those bits of data.

09:48:54 19 Q. Okay. Now, you also talked about other pieces
09:48:59 20 of information that come from I think you said finance.
09:49:05 21 You mentioned that you also receive information that
09:49:07 22 takes the form of budget guidelines.

09:49:10 23 A. Yes, that's correct.

09:49:11 24 Q. And what did you mean by that?

09:49:13 25 A. Well, just -- let's use the example of base

09:49:18 1 salary. So in our -- [REDACTED]
09:49:25 2 [REDACTED]
09:49:30 3 [REDACTED]
09:49:37 4 [REDACTED]
09:49:41 5 [REDACTED] [REDACTED]
09:49:47 6 [REDACTED]
09:49:49 7 [REDACTED]
09:49:55 8 [REDACTED]
09:49:58 9 [REDACTED] [REDACTED]
09:50:06 10 [REDACTED]
09:50:08 11 [REDACTED]
09:50:09 12 Q. And that comes to you from someone in the
09:50:11 13 finance department?
09:50:17 14 A. I should be careful saying that. I think it
09:50:20 15 either comes from finance or HR. But it's basically a
09:50:23 16 financial number.
09:50:25 17 Q. And how do you receive it? I mean, do you
09:50:27 18 access it in some kind of electronic application or is
09:50:31 19 it another Excel spreadsheet that someone hands to you?
09:50:34 20 A. Well, I think that specific number is just
09:50:36 21 given to me as, you know, maybe even an email that says
09:50:43 22 the budget that you are starting to work with is this
09:50:45 23 number.
09:50:48 24 Q. So how many people report -- well, prior to the
09:50:52 25 time you announced your retirement, let's just use that,

1 I, Gina V. Carbone, Certified Shorthand
2 Reporter licensed in the State of California, License
3 No. 8249, hereby certify that the deponent was by me
4 first duly sworn and the foregoing testimony was
5 reported by me and was thereafter transcribed with
6 computer-aided transcription; that the foregoing is a
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of
13 the original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my
16 hand this day: April 23, 2013.

17 _____ Reading and Signing was requested.

18 _____ Reading and Signing was waived.

19 X Reading and signing was not requested.

20

21

22

23

GINA V. CARBONE

24

CSR 8249, CRR, CCRR

25

In Re: High-Tech Employee Antitrust Litigation

United States District Court, Northern District of California – San Jose Division
Case No. 11-CV-2509-LHK

Deposition Errata Sheet

Bob Mansfield
April 11, 2013

Deposition Page #	Line #	Currently Reads	Change To Read As	Reason for Change
18	6	"...memory and IO..."	"...memory and I/O..."	Transcription error
24	20-21	"Tim Cook and I believe Steve decided ..."	"Tim Cook and -- I believe -- Steve decided ..."	Clarification
31	14-15	"When you move -- so for -- that's what we use..."	"That's what we use..."	Clarification
33	12	"satisfactory performance or exceeds performance..."	"satisfactory performance or exceeds expectations..."	Clarification
42	18-19	"So I'm not really familiar with [REDACTED] having used it."	"So I'm not really familiar with [REDACTED] not having used it."	Clarification
43	6-9	"But as -- in my line management, we don't -- I don't, and I don't think my managers use anything about [REDACTED] as -- or really for anything."	"I and my managers don't use [REDACTED] to input these results."	Clarification
51	23-24	"To what degree would Apple take -- would Apple people take Apple knowhow away..."	"To what degree would Apple people take Apple knowhow away..."	Clarification
67	18-19	"...triggered me to learn the list."	"...triggered me to learn of the list."	Clarification
74	17	"...so that's in the 1999, so early 2005 time frame,"	"...so that's in the 1999 to early 2005 time frame,"	Transcription error
97	11	"Lenny Deburkehead"	"Lanita Burkhead"	Transcription error
106	7	"Bertran Serlet"	"Bertrand Serlet"	Transcription error
110	1	"So I think I took it at..."	"So I think I took it as..."	Transcription error
113	13	"...wouldn't be jeopardized by"	"...would be jeopardized by"	Clarification
137	22	"Victor Yen (phonetic)"	"Victor Yin"	Transcription error
142	9	"Scott Forestall"	"Scott Forstall"	Transcription error
172	16	"...the word what."	"...the word want."	Transcription error

196	13	"...Dwight Dierks (phonetic)."	"...Dwight Diercks."	Transcription error
197	9	"I know of no one recruiting to ..."	"I know of no one recruited to..."	Transcription error, changed to accurately reflect exhibit
198	17	"...Dwight Dierks."	"...Dwight Diercks."	Transcription error
212	19-20	"...we need to consider these folks..."	"...we need these folks..."	Transcription error, changed to accurately reflect exhibit
213	20-21	"there were people who -- Intel people -- well, I should say current Intel employees..."	"there were current Intel employees..."	Clarification
246	7-8	"...people, or we just said anything we should make -- we should make the list."	"...people -- we just said we should make the list."	Clarification
253	2	"I don't recall having the discussion with her,"	"I don't recall having such a discussion with her,"	Clarification

Dated: June 6, 2013

Bob Mansfield

Name of case: *In re: High-Tech Employee Antitrust Litigation*
Case No. 11-CV-2509-LHK (N.D. Cal.)

Date of deposition: April 11, 2013

Name of witness: **Bob Mansfield**

DECLARATION UNDER PENALTY OF PERJURY

I hereby certify that I read the foregoing deposition, and that the transcription together with any corrections noted on the Deposition Errata Sheet hereof, with the understanding that I offer these changes as if still under oath, is a true and accurate record of my testimony given at the time and place noted.

Signed on the 6th day of June, 2013.

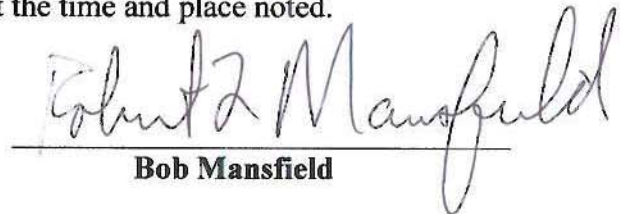

Bob Mansfield

Exhibit 14

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
)

CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEO DEPOSITION OF BRIAN CROLL

March 22, 2013

Reported by: Jennifer L. Furia, RPR, CSR No. 8394

17:04:03 1 And cultural fit is actually probably even more
17:04:07 2 important. So if a person has a great cultural fit for
17:04:10 3 Apple, looks like they're going to fit in well and really
17:04:12 4 understand and be -- and understand the fast pace here and
17:04:14 5 be able to move and change, is flexible in their attitude,
17:04:18 6 that's going to work really well.

17:04:20 7 So those are the kinds of things that we really
17:04:22 8 consider, and as a result, you know, how the pay works out
17:04:24 9 is going to be very dependent on a lot of different
17:04:27 10 factors like that.

17:04:32 11 BY MR. DALLAL:

17:04:32 12 Q. Does what people in similar job functions within
17:04:35 13 the group are making play any role in the recommendations
17:04:39 14 you make?

17:04:39 15 A. Not really, because I think what we're doing is
17:04:42 16 we're paying for people we believe are going to be able to
17:04:46 17 contribute a lot.

17:04:47 18 So, you know, bringing them in is sort of we --
17:04:50 19 you know, it's not about money at that point when they
17:04:52 20 come into Apple. After they're at Apple, typically then
17:04:56 21 it becomes if you contribute a lot, you'll get paid well
17:05:02 22 and you'll be compensated for your contributions. If you
17:05:05 23 don't contribute as much, you won't get paid as much as
17:05:09 24 someone who contributes a lot. So it's really about
17:05:13 25 merit, and if you are a major contributor, you'll do very,

17:05:17 1 very well at Apple. If you're not, it won't work out
17:05:20 2 as well.

17:05:21 3 So it's really about their performance, and what
17:05:24 4 you deliver is -- and that's what -- what's important.

17:05:50 5 Q. [REDACTED]

17:05:53 6 [REDACTED]

17:05:56 7 [REDACTED]?

17:05:56 8 A. [REDACTED].

17:06:15 9 Q. Have you ever asked for advice from anyone else
17:06:17 10 at Apple on what recommendations to make regarding
17:06:20 11 compensation for new hires?

17:06:23 12 A. Occasionally I'll talk to our HR representatives
17:06:26 13 just to see, you know, "What do you think? Do you think
17:06:29 14 they'll" -- or, you know, a lot of time the recruiters,
17:06:32 15 because what we're really concerned about is we just want
17:06:34 16 to make sure it's fair enough that they'll make the jump
17:06:37 17 over and that it will -- you know, that it makes sense for
17:06:40 18 them.

17:06:41 19 Q. Is there a particular person in HR that you talk
17:06:43 20 to about that topic?

17:06:46 21 A. It depends on who the HR representative is for
17:06:48 22 that particular area. And typically also, the recruiter
17:06:52 23 is probably more involved in that than HR.

17:07:11 24 Q. I'll show you what has been previously marked as
17:07:13 25 Exhibit 166. This is a document that is the final

1 I, Jennifer L. Furia, Certified Shorthand
2 Reporter licensed in the State of California, license
3 No. 8394, hereby certify that the deponent was by me first
4 duly sworn, and the foregoing testimony was reported by me
5 and was thereafter transcribed with computer-aided
6 transcription; that the foregoing is a full, complete and
7 true record of said proceeding.

8 I further certify that I am not of counsel or
9 attorney for either or any of the parties in the foregoing
10 proceeding and caption named or in any way interested in
11 the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of the
13 original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my hand
16 this day: April 2, 2013

17 _____ Reading and signing was requested.

18 _____ Reading and signing was waived.

19 X
20 _____ Reading and signing was not requested.

21
22
23
24
25

JENNIFER L. FURIA, RPR, CSR NO. 8394

In Re: High-Tech Employee Antitrust Litigation

United States District Court, Northern District of California – San Jose Division

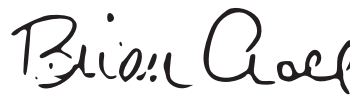
Case No. 11-CV-2509-LHK

Deposition Errata Sheet

Brian Croll
March 22, 2013

Deposition Page #	Line #	Currently Reads	Change To Read As	Reason for Change
Throughout	Throughout	Fishing/Anti-fishing	Phishing/Anti-phishing	Spelling error
21	16	“Beginning no later than 2006, apple	“Beginning no later than 2006, Apple	Transcription error
26-28	Throughout	Rule 26 A-1/Rule 26 A-1 A-1	Rule 26(a)(1)(A)(i)	Transcription error
31	11-12	Um not – yes, computer science was in, very heavily involved in what I did, yes.	Yes – computer science was very heavily involved in what I did.	Clarify the record
46	18	OS-10	OS X	Spelling error
66	24-25	No. There’s no You – there’s no YouTube application for Mac.	Correct. There is no YouTube application for Mac.	Clarify the record
106	8-9	approach, which AOL ended – owned the technology end to end.	approach, and AOL owned the technology end to end.	Clarify the record
119	8-9	purpose of this, is not to ensure that this particular agreement doesn’t limit our options.	purpose of this is to ensure that this particular agreement doesn’t limit our options.	Clarify the record
167	5	Yeah, I’m not sure I can say	I’m not sure I can say	Clarify the record
170	7-8	...whether they had access and then didn’t have accessor – it’s unclear to me...	...whether they had access and then didn’t have access, or – it’s unclear to me...	Transcription error
182	1	What did you first meet Mark Bentley?	When did you first meet Mark Bentley?	Transcription error

Dated: May ____, 2013



 Brian Croll

Name of case: *In re: High-Tech Employee Antitrust Litigation*
Case No. 11-CV-2509-LHK (N.D. Cal.)

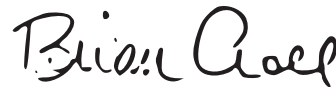
Date of deposition: March 22, 2013

Name of witness: **Brian Croll**

DECLARATION UNDER PENALTY OF PERJURY

I hereby certify that I read the foregoing deposition, and that the transcription together with any corrections noted on the Deposition Errata Sheet hereof, with the understanding that I offer these changes as if still under oath, is a true and accurate record of my testimony given at the time and place noted.

Signed on the _____ day of May, 2013.

A handwritten signature in black ink that reads "Brian Croll". The signature is written in a cursive style with a large, looped "B" and a stylized "Croll".

Brian Croll

Exhibit 15

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN JOSE DIVISION
4

5 IN RE: HIGH-TECH EMPLOYEE)
6 ANTITRUST LITIGATION)
7) No. 11-CV-2509-LHK
8 THIS DOCUMENT RELATES TO:)
9 ALL ACTIONS.)

10 _____

11
12 VIDEO DEPOSITION OF LASZLO BOCK
13 HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY
14 March 27, 2013

15
16 Reported by: Anne Torreano, CSR No. 10520
17
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11:16:49 1 BY MS. SHAVER:

11:16:49 2 Q. Was it in use at the time you joined the
11:16:51 3 company in 2006?

11:16:52 4 A. It was.

11:16:52 5 Q. Okay. And you mentioned that you no longer
11:16:56 6 use that; right?

11:16:57 7 A. Well, we no longer use what you described, and
11:17:00 8 I'm not sure we ever used what I thought I heard you
11:17:05 9 describing.

11:17:05 10 So what I specifically meant was we no longer
11:17:08 11 have a distinction between T jobs, which are technical
11:17:12 12 jobs; O jobs, which are ops jobs; E jobs -- sorry, S
11:17:16 13 jobs, which are sales jobs; and E jobs, which are
11:17:19 14 everything else. We don't have that distinction
11:17:20 15 anymore. We do still have, sort of, job grades, but
11:17:25 16 even those are not all used.

11:17:26 17 Q. Okay. Well, we'll circle back to this when we
11:17:28 18 get documents from counsel.

11:17:30 19 Are you familiar with the term "internal
11:17:48 20 equity" in the compensation context?

11:17:50 21 A. Yes.

11:17:50 22 Q. And can you tell me what you understand that
11:17:52 23 term to mean?

11:17:52 24 A. In the Google context, [REDACTED]
[REDACTED] [REDACTED]

11:18:01 1
11:18:02 2
11:18:04 3
11:18:06 4
11:18:09 5
11:18:12 6
11:18:15 7
11:18:18 8
11:18:20 9
11:18:20 10
11:18:23 11
11:18:25 12
11:18:26 13
11:18:29 14
11:18:30 15
11:18:30 16
11:18:35 17
11:18:37 18
11:18:42 19
11:18:42 20
11:18:44 21
11:18:46 22
11:18:48 23
11:18:49 24
11:18:50 25



11:18:54 1
11:18:57 2
11:19:01 3
11:19:03 4
11:19:03 5
11:19:07 6
11:19:09 7
11:19:12 8
11:19:15 9
11:19:17 10
11:19:18 11
11:19:20 12
11:19:24 13
11:19:29 14
11:19:32 15
11:19:35 16
11:19:37 17
11:19:41 18
11:19:44 19
11:19:44 20
11:19:46 21
11:19:50 22
11:19:51 23
11:19:52 24
11:19:52 25



REPORTER'S CERTIFICATE

I, Anne Torreano, Certified Shorthand Reporter licensed in the State of California, License No. 10520, hereby certify that the deponent was by me first duly sworn, and the foregoing testimony was reported by me and was thereafter transcribed with computer-aided transcription; that the foregoing is a full, complete, and true record of said proceedings.

I further certify that I am not of counsel or attorney for either or any of the parties in the foregoing proceeding and caption named or in any way interested in the outcome of the cause in said caption.

The dismantling, unsealing, or unbinding of the original transcript will render the reporter's certificates null and void.

In witness whereof, I have subscribed my name this 9th day of April, 2013.

☐ Reading and Signing was requested.

☐ Reading and Signing was waived.

☒ Reading and Signing was not requested.

ANNE M. TORREANO, CSR No. 10520

Exhibit 16

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN JOSE DIVISION
4

5 IN RE: HIGH-TECH EMPLOYEE)
6 ANTITRUST LITIGATION)
7) No. 11-CV-2509-LHK
8 THIS DOCUMENT RELATES TO:)
9 ALL ACTIONS.)

10 _____

11

12

13 VIDEOTAPED DEPOSITION OF DEBORAH CONRAD
14 HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY
15 November 21, 2012

16

17 Reported by: Anne Torreano, CSR No. 10520

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114

1 Q. Do you know if the e-mails on those devices
2 were searched in connection with this litigation?

3 A. I -- I would assume they were --

4 Q. Okay.

04:34:32 5 A. -- because everything I have is on legal
6 search, so yes.

7 MR. SAVERI: Okay. I don't have any further
8 questions.

9 THE WITNESS: Okay.

04:34:38 10 MR. HINMAN: I have just a few questions.

11 THE WITNESS: Okay.

12 THE VIDEOGRAPHER: Counsel, I want to let you
13 know there's like seven minutes left.

14 MR. HINMAN: Okay. I think we're going to be
04:34:50 15 good.

16 THE VIDEOGRAPHER: Okay.

17 EXAMINATION

18 BY MR. HINMAN:

19 Q. Ms. Conrad, you gave some testimony, I think,
04:34:54 20 earlier today that you have been involved in setting
21 compensation for people who report to you.

22 Do you recall that testimony generally?

23 A. Yes.

24 Q. Have you ever had the experience of giving one
04:35:07 25 or more employees who work for you a raise?

1 A. Yes.

2 Q. About how many times would you estimate?

3 A. Hundreds.

4 Q. And when you have raised one employee's

04:35:21 5 compensation, given that person a raise, has that

6 caused you, in your experience, to raise the

7 compensation for all the other people in that person's

8 group, let's say?

9 MR. SAVERI: Object to the form of the

04:35:34 10 question.

11 THE WITNESS: When I give someone a raise, I

12 give them a raise because they've demonstrated that

13 they've acquired new skills, that they are developing

14 new capabilities or bringing new capabilities into the

04:35:48 15 organization, and they get a raise based on their

16 performance.

17 BY MR. HINMAN:

18 Q. And does the fact that that -- that a

19 particular person has gotten a raise, has that caused

04:35:58 20 you then to give other people a raise, too?

21 A. No. It's just not how it's done. It's based
22 on performance of that individual.

23 Q. Well, didn't Intel's -- didn't considerations
24 of internal equity require you to do that?

04:36:12 25 A. That is one factor we look at, but it's -- the

Exhibit 17

IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

---o0o---

IN RE: HIGH-TECH EMPLOYEE
ANTITRUST LITIGATION,

Case No. 11-CV-2509-LHK

DEPOSITION OF STEVEN H. CONDIOTTI

Wednesday, March 20, 2013

CONFIDENTIAL - ATTORNEYS' EYES ONLY

REPORTED BY: HOLLY MOOSE, RDR-CRR-CRP, CSR NO. 6438

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Deposition of Steven H. Condiotti

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

03:36 1 Q. Was this a document that was presented to
2 you at all?

3 A. I don't -- I don't recall.

4 Q. Do you know who would have prepared this
03:36 5 document?

6 A. I do not know.

7 Q. Do you help prepare the salary budget
8 recommendations for the company?

9 A. At time -- at times I do.

03:36 10 Q. Do you -- did you not perform that function
11 in 2000- -- for the 2008 salary budget?

12 A. I believe this is more than just a
13 recommendation on what the salary budget should be.
14 And I do not know who produced this document.

03:36 15 Q. Okay. Do you recall there ever being a
16 discussion about changing Lucasfilm's compensation
17 philosophy to match the studio positions to the
18 [REDACTED] percentile?

19 A. No, I do not.

03:37 20 Q. Does it appear -- and I'm just trying get a
21 sense of what this document is and who might have
22 seen it. Do you have any idea who this was prepared
23 for?

24 A. I do not.

03:37 25 Q. What does "pay for performance" mean?

Deposition of Steven H. Condiotti

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

03:37 1 A. That is how we look to distribute our
2 salary dollars each year, is we want to reward our
3 higher-performing employees. So people are paid for
4 their performance.

03:38 5 Q. Do you know if I could find anywhere a list
6 of the job titles and job codes and salary ranges
7 for each position within Lucasfilm?

8 A. I do not.

9 MS. LEEBOVE: Exhibit 2105.

03:38 10 (Plaintiffs' Exhibit 2105
11 marked for identification.)

12 MS. LEEBOVE: Q. Have you had a chance to
13 review Exhibit 2105?

14 A. Yes.

03:41 15 Q. Can you tell me what this is?

16 A. Not a clue. There's so much redacted out
17 of here, I can't tell.

18 Q. Okay. Does it -- and I also -- and the
19 spreadsheet, as you can tell, it just -- it printed
03:41 20 in a way that's rather -- well, it made it difficult
21 for me to tell what it is. So if it made it
22 difficult to tell -- for you to tell what it is,
23 then -- so you --

24 A. I don't -- I don't know what it is.

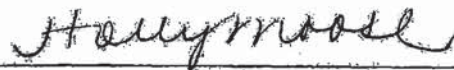
03:41 25 Q. Okay. Are you aware of any database that

1 REPORTER CERTIFICATE

2 I hereby certify that STEVEN H. CONDIOTTI
3 was by me duly sworn to testify to the truth, the
4 whole truth and nothing but the truth in the
5 within-entitled cause; that said deposition was
6 taken at the time and place herein named; that the
7 deposition is a true record of the witness's
8 testimony as reported to the best of my ability by
9 me, a duly certified shorthand reporter and a
10 disinterested person, and was thereafter transcribed
11 under my direction into typewriting by computer;
12 that request [XX] was [] was not made to read and
13 correct said deposition.

14 I further certify that I am not interested
15 in the outcome of said action, nor connected with,
16 nor related to any of the parties in said action,
17 nor to their respective counsel.

18 IN WITNESS WHEREOF, I have hereunto set my
19 hand this 1st day of April, 2013.

20
21 

22 HOLLY MOOSE, CSR NO. 6438
23
24
25

INSTRUCTIONS FOR READING/CORRECTING YOUR DEPOSITION

To assist you in making corrections to your deposition testimony, please follow the directions below. If additional pages are necessary, please furnish them and attach the pages to the back of the errata sheet.

This is the final version of your deposition transcript.

Please read it carefully. If you find any errors or changes you wish to make, insert the corrections on the errata sheet beside the page and line numbers.

Do NOT change any of the questions.

After completing your review, please sign the last page of the errata sheet, above the designated "Signature" line and return the transcript to your attorney.

ERRATA SHEET

Witness: Steven H. Condiotti

Taken On: 3-20-13

Page Line

15 24

Change: "Was" should be "It was"
Reason: Grammatical

21 12

Change: "1982" should be "1992"
Reason: Grammatical

24 25

Change: "compensation of" should be "compensation committee of"
Reason: Grammatical

40 1

Change: "asking" should be "was asking"
Reason: Grammatical

42 12

Change: as the others" should be "as where the others"
Reason: Grammatical

51 7

Change: "above taking" should be "about taking"
Reason: Grammatical

59 20

Change: "came up" should be "came out"
Reason: Grammatical

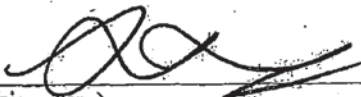
98 23

Change: "particular job" should be "particular job title"
Reason: Grammatical

<u>99</u>	<u>6</u>	Change: "internal jobs" should be "internal job titles" Reason: Grammatical
<u>107</u>	<u>6</u>	Change: "fair with" should be "fair in" Reason: Grammatical
<u>112</u>	<u>9</u>	Change: "set range" should be "set a range" Reason: Grammatical
<u>117</u>	<u>25</u>	Change: "set that are" should be "set that is" Reason: Grammatical
<u>120</u>	<u>7</u>	Change: "do I do" should be "do I" Reason: Grammatical
<u>120</u>	<u>14</u>	Change: "distance" should be "difference" Reason: Grammatical
<u>120</u>	<u>20</u>	Change: "band difference" should be "band of difference" Reason: Grammatical
<u>147</u>	<u>2</u>	Change: "on their experience" should be "on the experience" Reason: Grammatical
<u>149</u>	<u>2</u>	Change: "appeared to be" should be "appears to be" Reason: Grammatical
<u>152</u>	<u>6</u>	Change: "matching the same" should be "matching to the same" Reason: Grammatical
<u>152</u>	<u>11</u>	Change: "want we actually" should be "what we actually" Reason: Grammatical

 X Subject to the above changes, I certify that the transcript is true and correct.

 No changes have been made. I certify that the transcript is true and correct.



(signature)

5/7/2013

(date)

Exhibit 18

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)

VIDEOTAPED DEPOSITION OF SHARON COKER
HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY
November 1, 2012

Reported by: Anne Torreano, CSR No. 10520

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Deposition of Sharon Coker

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:05:09 1 you did have authority within a salary range?

04:05:11 2 A. Yes.

04:05:12 3 Q. Is that correct?

04:05:12 4 A. Mm-hmm.

04:05:13 5 Q. What did you mean by that?

04:05:14 6 A. So we had broad ranges established for

04:05:19 7 positions, and, you know, a range -- I'll just give you

04:05:25 8 a hypothetical range. A range could be a salary

04:05:29 9 between 60,000 and 85,000 dollars for a particular

04:05:35 10 position, and you would determine where an individual

04:05:38 11 should be paid within that range based on their

04:05:41 12 experience, skill, comp history, performance level. So

04:05:45 13 there are a number of factors as to where an individual

04:05:48 14 would be comped within that broader range.

04:05:50 15 Q. And those were elements of the -- part of the

04:05:54 16 salary structure that we were talking about?

04:05:55 17 A. Right.

04:05:56 18 Q. So for each job title at Lucasfilm was there a

04:06:07 19 salary range?

04:06:09 20 A. Each job title was matched to a job family.

04:06:13 21 Q. Okay.

04:06:14 22 A. So there were -- there were ranges for job

04:06:19 23 families rather than individual titles, I would say.

04:06:22 24 The job title is matched to a family, and then there's

04:06:24 25 a broad range for a family of jobs.

Deposition of Sharon Coker

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:13:58 1 opening that we were looking for a mid-level
04:14:01 2 experienced person, and so we would go and say in our,
04:14:07 3 you know -- before we give the recruiter the range that
04:14:10 4 they had to work with for hiring the position, we would
04:14:13 5 say, here's the range within our company for people who
04:14:16 6 worked as lighting TD. And say if it's a mid-level
04:14:18 7 range, we might narrow it down a little bit and say,
04:14:21 8 "This is the range we want to you hire."

04:14:22 9 There was always one other consideration which
04:14:25 10 impacted openings, and that is what budget do we have.
04:14:28 11 So you can build a great compensation structure, but if
04:14:31 12 you can't fund it, you know, then that's a good
04:14:35 13 exercise. But -- so it was a combination of what is
04:14:38 14 the available budget for this position, which might
04:14:41 15 sometimes say the hiring manager wants mid level, but
04:14:44 16 they can't pay for it. They're going to have to get
04:14:47 17 somebody who's entry level.

04:14:48 18 Q. So once someone was placed in a particular job
04:14:51 19 title within a job family, am I -- is it fair to say
04:14:58 20 that the company assigned a range of base salary that
04:15:05 21 would be applicable to that title?

04:15:06 22 A. Correct.

04:15:06 23 Q. And that on a year-to-year basis adjustments
04:15:11 24 would be made for a particular persons based on
04:15:15 25 criteria, including performance?

Deposition of Sharon Coker

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:15:17 1 A. Heavily related to performance.

04:15:19 2 Q. Okay. Now -- and so a person could make more
04:15:25 3 or less on a year-to-year basis without changing his
04:15:30 4 job or job title based on those criteria; correct?

04:15:33 5 A. That's correct.

04:15:34 6 Q. Now, was it also the case that people at
04:15:37 7 Lucasfilm could, I guess, rise or, I guess, even fall
04:15:41 8 within the structure into different titles or job
04:15:45 9 families? Put another way, could people be promoted
04:15:48 10 into different jobs?

04:15:49 11 A. Yes, they could be promoted. They could move
04:15:53 12 laterally. In some cases but not often, they would
04:15:57 13 decide to take a job that paid less.

04:15:59 14 Q. Okay. So can you tell me a little bit about
04:16:03 15 how the promotion process works? I mean, how it worked
04:16:06 16 at Lucasfilm with respect to changing within the -- and
04:16:10 17 I guess that's a vertical dimension.

04:16:14 18 A. Mm-hmm.

04:16:14 19 Q. Can you tell me how that process worked?

04:16:17 20 A. So depending on the situation, a lot -- I
04:16:23 21 would say more of them than not are promotional
04:16:27 22 opportunities, which simply resulted as a job opening
04:16:28 23 that was posted, and then internal applicants could
04:16:31 24 indicate their interest in the job, interview for the
04:16:33 25 job and compete with external people for that position.

Deposition of Sharon Coker

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:24:13 1 described -- you talked about bonus eligibility, and
04:24:15 2 then you made a distinction between short-term and
04:24:18 3 long-term.

04:24:18 4 Do you recall that?

04:24:19 5 A. Yes.

04:24:19 6 Q. So was there also another element of the
04:24:23 7 compensation structure at Lucas other than base salary
04:24:26 8 which included bonuses?

04:24:29 9 A. Yes.

04:24:29 10 Q. And could you describe for me generally how
04:24:31 11 that worked?

04:24:32 12 A. Each business unit annually had a set of goals
04:24:37 13 to achieve, and if the business unit met those goals,
04:24:44 14 then all of the employees in that business unit were
04:24:46 15 eligible for -- to participate in a bonus distribution.

04:24:50 16 So business unit performance was the kind of
04:24:56 17 eligibility criteria before you could play, and then if
04:24:58 18 the business unit met those goals, depending on the
04:25:01 19 level of your position and your performance, you would
04:25:07 20 get a bonus, which would be again an annual bonus.

04:25:10 21 Q. Okay. So let me go back through that.

04:25:14 22 A. Okay.

04:25:15 23 Q. First you talked about the business units, and
04:25:17 24 when you say that, are you talking about things like
04:25:22 25 Lucas Art, Lucas Animation, ILM?

Deposition of Sharon Coker

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

1 REPORTER'S CERTIFICATE

2 I, Anne Torreano, Certified Shorthand Reporter
3 licensed in the State of California, License No. 10520,
4 hereby certify that the deponent was by me first duly
5 sworn, and the foregoing testimony was reported by me
6 and was thereafter transcribed with computer-aided
7 transcription; that the foregoing is a full, complete,
8 and true record of said proceedings.

9 I further certify that I am not of counsel or
10 attorney for either or any of the parties in the
11 foregoing proceeding and caption named or in any way
12 interested in the outcome of the cause in said caption.

13 The dismantling, unsealing, or unbinding of
14 the original transcript will render the reporter's
15 certificates null and void.

16 In witness whereof, I have subscribed my name
17 this 31st day of August, 2012.

18

19 [X] Reading and Signing was requested.

20 [] Reading and Signing was waived.

21 [] Reading and Signing was not requested.

22

23

24

25



ANNE M. TORREANO, CSR NO. 10520

Exhibit 19

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
_____)

CONFIDENTIAL - ATTORNEYS' EYES ONLY
VIDEO DEPOSITION OF JAN VAN DER VOORT
February 5, 2013

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

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Jan van der Voort

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

09:18:48 1 been at Lucasfilm?

09:18:48 2 A. Yes, I have.

09:18:50 3 Q. Have you received annual raises as well?

09:18:53 4 A. Yes.

09:18:54 5 Q. Does the compensation figure that you gave me,

09:18:57 6 that [REDACTED] does that include bonuses?

09:19:00 7 A. No, that's my salary.

09:19:02 8 Q. Base salary.

09:19:07 9 Do you know how your salary is set by the

09:19:08 10 company?

09:19:11 11 A. Can you clarify that?

09:19:14 12 Q. Do you know how Lucas decides how much they're

09:19:17 13 going to pay you?

09:19:19 14 A. Generally, yes.

09:19:20 15 Q. And can you tell me more about that? How does

09:19:23 16 that work?

09:19:27 17 A. There are two components to salary discussions;

09:19:30 18 they are performance and competitive market data. And

09:19:38 19 at least in the executive level, those are decisions

09:19:41 20 that are made by the person to whom I reported,

09:19:45 21 Micheline Chau and approved by the board.

09:19:55 22 Q. Do you know what competitive market data the

09:19:59 23 company relies on as one of the components of

09:20:03 24 determining your salary?

09:20:04 25 A. Yes.

Jan van der Voort

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:28:19 1 significantly in scope either to be greater in scope or

04:28:22 2 lesser in scope.

04:28:25 3 Q. How many salary grades are there? We see here

04:28:27 4 14 through 20.

04:28:29 5 A. Well, I just testified that they go 1

04:28:33 6 through -- not sure whether it's, you know, 25, 26, 27.

04:28:36 7 Something like that.

04:28:42 8 Q. Do both salaried and hourly employees have a

04:28:46 9 salary grade?

04:28:48 10 A. Same structure applies to both salaried and

04:28:51 11 hourly employees.

04:28:57 12 Q. For hourly employees, would the minimum and

04:29:02 13 maximum figures that appear on the salary structure,

04:29:07 14 would that appear as an annual figure or would it appear

04:29:10 15 as an hourly figure? Would the minimum be X dollars per

04:29:13 16 hour or would it be an annual --

04:29:18 17 A. The same --

04:29:19 18 MR. HARRIS: Objection to the form of the

04:29:20 19 question. Compound. Vague.

04:29:23 20 You can answer.

04:29:24 21 THE WITNESS: The same structure applies, and

04:29:27 22 it appears as an annualized salary for hourly employees.

04:29:37 23 MS. LEEBOVE: Q. How frequently are jobs

04:29:40 24 assessed for grading purposes -- scratch that.

04:29:42 25 How frequently are salary grades evaluated?

Jan van der Voort

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:29:52 1 MR. HARRIS: Objection. Vague.

04:29:59 2 THE WITNESS: We look at survey data,
04:30:05 3 competitive survey data, each year. And if we find that
04:30:08 4 there are some jobs that, based on the market data,
04:30:15 5 don't seem to make sense with our salary structure, we
04:30:19 6 would look at those.

04:30:23 7 MS. LEEBOVE: Q. Can you give me an
04:30:24 8 example of a job that wouldn't seem to make sense
04:30:26 9 with the salary structure that you would evaluate?

04:30:32 10 A. Well, it's interesting. This particular email
04:30:36 11 talks about a job that we may have misclassified. There
04:30:42 12 is no market data for a stereoscopic supervisor that we
04:30:46 13 were aware of. So in a situation like that, we have to
04:30:50 14 take our best guess at what we think the job might pay.
04:30:56 15 And that's what we did here. So in this particular
04:30:59 16 case, the suggestion was perhaps we should think about
04:31:01 17 changing the grade to a [REDACTED]

04:31:25 18 Q. And so it looks like at a certain point here,
04:31:31 19 initially the emails involve folks -- Kim Diaz, Megan
04:31:39 20 Mowery, Sarah McArthur, you can read the names here as
04:31:42 21 well as I can, but then at a certain point the matter
04:31:45 22 was brought to your attention and to Michelle Maupin's
04:31:48 23 attention and to Steve Condiotti's attention by Amber
04:31:52 24 Remaley.

04:32:04 25 Whose job is it to make a final decision on the

Jan van der Voort

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

04:43:58 1 that you have to take other things into consideration
04:44:00 2 for.

04:44:09 3 Q. Do you know whether Lucasfilm ultimately
04:44:11 4 decided to grade the stereoscopic supervisor an [REDACTED]
04:44:14 5 versus a [REDACTED]

04:44:16 6 A. I don't recall.

04:44:26 7 Q. Did you have any concern that if you paid the
04:44:33 8 stereoscopic supervisor [REDACTED] as a grade [REDACTED] that
04:44:39 9 this would -- that that would elevate the midpoint of
04:44:42 10 the salary range for grade [REDACTED]

04:44:46 11 MR. HARRIS: Object to the form.

04:44:49 12 You can answer.

04:44:50 13 THE WITNESS: No, I did not.

04:45:01 14 MS. LEEBOVE: Q. Is there ever a situation
04:45:02 15 where you would be concerned that setting an
04:45:07 16 employee's salary above the midpoint for his or her
04:45:11 17 salary grade might increase the midpoint and place
04:45:16 18 upward pressure on other salaries in that grade.

04:45:19 19 MR. HARRIS: Object to the form. Compound.
04:45:22 20 Vague.

04:45:26 21 You can answer.

04:45:33 22 THE WITNESS: What you pay an individual does
04:45:36 23 not have any impact on what the midpoint for that job
04:45:39 24 is. So the two things aren't connected, actually.

04:45:46 25 MS. LEEBOVE: Q. Okay. I don't have a

Jan van der Voort

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

1 I, Gina V. Carbone, Certified Shorthand
2 Reporter licensed in the State of California, License
3 No. 8249, hereby certify that the deponent was by me
4 first duly sworn and the foregoing testimony was
5 reported by me and was thereafter transcribed with
6 computer-aided transcription; that the foregoing is a
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of
13 the original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my
16 hand this day: February 15, 2013.

17 X Reading and Signing was requested.

18 Reading and Signing was waived.

19 Reading and signing was not requested.

20


21

22

23

24

25


GINA V. CARBONE
CSR 8249, RPR, CCRR

ERRATA SHEET

Deposition of Jan van der Voort (February 5, 2013)

In re: High-Tech Employee Antitrust Litigation, No. 11-CV-2509-LHK

Page(s): Line(s)	Original	Change or Correction	Reason for Change
11:15	"Can you tell me which company you worked for?"	"Can you tell me which company he worked for?"	Transcription error
27:14; 27:16 39:20 104:8	" Mish Chau"	" Mich Chau"	Misspelling
45:1	"Things like HR, ITIS "	"Things like HR, IT, IS. "	Transcription error
45:9-11	"LFL is Lucasfilm, which is parent company marketing distribution. "	"LFL is Lucasfilm, which is parent company, marketing, distribution. "	Punctuation
48:1	"it's Nacasio "	"it's Nicasio "	Misspelling
84:3	" E3 is Gamescom, SIGGRAPH . . . "	" E3, Gamescom, SIGGRAPH . . . "	Clarification
118:9-11	"Ada Duan was a developer of business management... "	"Ada Duan was a director of business development... "	Misstatement
120:24-25	"Obviously I misstated. We only let them know if we're interviewing somebody."	"Obviously I misstated. 'We only let them know if we're interviewing somebody.'"	Punctuation



 Witness Signature

 3/7/13
 Date

Exhibit 20

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
_____)

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VIDEO DEPOSITION OF LORI BECK

MARCH 8, 2013

Reported by: Mary Ann Scanlan-Stone, CSR No. 8875,
RPR, CCRR, CLR

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Deposition of Lori Beck

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

09:38:55 1 Q. Well, for the year or the salary increase that
09:38:57 2 you received after your -- at some point within your
09:39:01 3 first year as a senior recruiter, were you told why --
09:39:07 4 why you got your first salary increase?

09:39:12 5 A. Yes.

09:39:13 6 Q. Why was that?

09:39:15 7 A. Good performance.

09:39:26 8 Q. Do you know whether there were any reasons for
09:39:28 9 your first salary increase other than your performance?

09:39:31 10 A. No.

09:39:44 11 Q. Have you ever been told that your salary was
09:39:50 12 being increased for reasons other than performance?

09:40:01 13 A. No.

09:40:01 14 Q. Is it your understanding that your salary is
09:40:03 15 only increased for performance reasons, let's say, as a
09:40:07 16 senior recruiter?

09:40:09 17 A. Can you state that question again?

09:40:11 18 Q. Yes.

09:40:15 19 As a senior recruiter at Lucas, is it your
09:40:19 20 understanding that your salary has only increased for
09:40:22 21 performance reasons?

09:40:24 22 MR. HARRIS: Calls for speculation.

09:40:25 23 THE WITNESS: I'm not sure.

09:40:27 24 BY MS. LEEBOVE:

09:40:31 25 Q. Since you've been a senior recruiter at Lucas,

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09:40:34 1 have you ever been told that your salary was increasing
09:40:37 2 for reasons other than performance?

09:40:43 3 A. Can you repeat that again?

09:40:45 4 Q. Yes.

09:40:46 5 Since you've been a senior recruiter at Lucas,
09:40:49 6 have you ever been told that your salary was increasing
09:40:52 7 for reasons other than your performance?

09:40:55 8 A. No.

09:41:07 9 Q. Do you have any knowledge about whether
09:41:14 10 Lucasfilm increases its salary ranges on an annual
09:41:18 11 basis?

09:41:19 12 A. I don't know.

09:41:30 13 Q. You mentioned that one of your tasks is to
09:41:32 14 bring on new employees, to hire new employees into
09:41:37 15 positions for ILM; is that right?

09:41:40 16 A. Yes.

09:41:40 17 Q. As part of that process, how do you know --
09:41:44 18 well, do you make salary offers to job candidates?

09:41:47 19 MR. HARRIS: Objection. Vague.

09:41:49 20 THE WITNESS: Can you clarify that?

09:41:52 21 BY MS. LEEBOVE:

09:41:52 22 Q. When you are interested in bringing an
09:41:54 23 employee into ILM, do you communicate to them the
09:42:00 24 position and salary that your company is willing to
09:42:05 25 offer them?

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1 I, Mary Ann Scanlan-Stone, Certified Shorthand
2 Reporter licensed in the State of California, License
3 No. 8875, hereby certify that the deponent was by me
4 first duly sworn and the foregoing testimony was
5 reported by me and was thereafter transcribed with
6 computer-aided transcription; that the foregoing is a
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of
13 the original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my
16 hand this day: March 20, 2013.

17 X Reading and Signing was requested.

18 Reading and Signing was waived.

19 Reading and signing was not
20 requested.

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MARY ANN SCANLAN-STONE, RPR, CCRR, CSR 8875